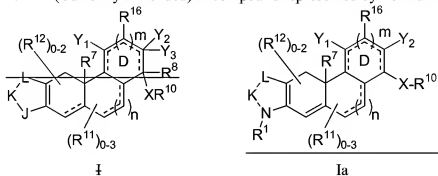


Listing of Claims:

The listing of the claims which follows replaces any and all prior versions and/or listings of the claims in the application.

1. (Currently Amended) A compound represented by Formula Ia



or a pharmaceutically acceptable salt ~~or hydrate~~ thereof, wherein:

n and m are each independently 0, 1 or 2;

J is selected from ~~NR¹ or C(R¹)(R²);~~

K is selected from ~~NR³ or C(R³)(R⁴);~~

L is selected from ~~NR⁵ or C(R⁵)(R⁶);~~

X is a bond, -C(O)-, -N(R¹⁴)-, -N(R¹⁴)-C(O)-, -C(O)-N(R¹⁴)-, ~~-N(R¹⁴)-S(O)_k-, or -N(R¹⁴)-C(O)-NH- or -S(O)_k-N(R¹⁴);~~

k is 0, 1 or 2;

R¹ and R¹⁰ ~~are each independently~~ is selected from the group consisting of:

- (1) C₁-alkyl,
- (2) C₂-alkenyl,
- (3) C₂-alkynyl,
- (4) C₃-cycloalkyl,
- (5) C₁-alkoxy,

- (6) C₁₋₆alkyl-S(O)_k-, wherein k is 0, 1 or 2,
- (7) aryl,
- (8) aryl C₁₋₆alkyl,
- (9) HET,
- (10) -C₁₋₆alkyl-HET,
- (11) aryloxy,
- (12) aroyloxy,
- (13) aryl C₂₋₆alkenyl,
- (14) aryl C₂₋₆alkynyl,
- (15) hydrogen,
- (16) hydroxyl₁ and
- (17) cyano₁

wherein items (1) to (6) above and the alkyl portions of items (8) and (10) above and the alkenyl portion of item (13) above and the alkynyl portion of item (14) above are optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, oxo, OR¹³, N(R¹⁴)₂, C₃₋₆cycloalkyl and C₁₋₆alkyl-S(O)_k-, wherein k is 0, 1 or 2, and

wherein items (7), (9), (11) and (12) above and aryl portion of items (8), (13) and (14) above and the HET portion of item (10) above are optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OR¹³,
- (c) N(R¹⁴)₂,
- (d) C₁₋₆alkyl,
- (e) C₂₋₆alkenyl,
- (f) C₂₋₆alkynyl,
- (g) C₁₋₆alkyl-S(O)_k-, wherein k is 0, 1 or 2,
- (h) aryl,
- (i) aryl-S(O)_k-, wherein k is 0, 1 or 2,
- (j) HET,
- (k) aryl C₁₋₆alkyl,
- (l) aroyl,

- (m) aryloxy,
- (n) aryl C₁₋₆alkoxy,
- (o) CN and
- (p) C₃₋₆cycloalkyl,

wherein items (d) to (g) and (p) above and the alkyl portions of item (k) above are optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, OR¹³ and N(R¹⁴)₂, and

wherein items (h), (i), (j), (l) and (m) above and the aryl portions of items (k) and (n) above are optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, OR¹³ and C₁₋₄alkyl,

R¹⁰ is selected from the group consisting of:

- (1) phenyl,
- (2) benzyl, and
- (3) HET, wherein HET is a 5-membered aromatic or non-aromatic
monocyclic ring containing 1-3 heteroatoms selected from O, S and N,

wherein groups (1) to (3) above are optionally substituted with 1 to 3 substituents independently selected from the group consisting of:

- (a) halo,
- (b) C₁₋₄alkyl, optionally substituted with hydroxy or 1 to 3 halo
groups,
- (c) C₁₋₄alkoxy, optionally substituted with 1 to 3 halo groups,
- (d) NH₂,
- (e) hydroxy, and
- (e) phenyl or benzyl;

R², R³, R⁴, R⁵ and R⁶ is are each independently selected from the group
consisting of:

- (1) hydrogen,
- (2) halo,
- _____ (3) C₁₋₆alkyl,
- _____ (4) C₂₋₆alkenyl,
- _____ (5) C₂₋₆alkynyl,

- _____ (6) C_{3-6} cycloalkyl,
- _____ (7) C_{1-6} alkoxy,
- _____ (8) C_{1-6} alkyl-S(O)_k, wherein k is 0, 1 or 2,
- _____ (9) aryl,
- _____ (10) aryl C_{1-6} alkyl,
- _____ (11) HET and
- _____ (12) C_{1-6} alkyl-HET,

wherein items (3) to (8) above and the alkyl portions of items (10) and (12) above are optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, OR¹³, N(R¹⁴)₂ and C_{1-6} alkyl-S(O)_k, wherein k is 0, 1 or 2; and

wherein items (9) and (11) and the aryl portion of items (10) and the HET portion of item (12) are optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of:

- _____ (a) halo,
- _____ (b) OR¹³,
- _____ (c) N(R¹⁴)₂,
- _____ (d) C_{1-6} alkyl,
- _____ (e) C_{2-6} alkenyl,
- _____ (f) C_{2-6} alkynyl and
- _____ (g) C_{1-6} alkyl-S(O)_k, wherein k is 0, 1 or 2,

wherein items (d) to (g) above are optionally substituted with from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, OR¹³ and N(R¹⁴)₂,

or R¹ and R³ or R³ and R⁵ may be are joined together to form a double bond;

R⁷ is selected from the group consisting of:

- (1) hydrogen,
- (2) OR¹³,
- (3) C_{1-4} alkyl,
- (4) aryl and
- (5) aryl C_{1-4} alkyl,

wherein item (3) above and the alkyl portion of item (5) above are optionally substituted with from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, OR¹³ and N(R¹⁴)₂, and

wherein item (4) above and the aryl portion of item (5) above are optionally substituted with from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OR¹³,
- (c) N(R¹⁴)₂,
- (d) C₁₋₆alkyl,
- (e) C₂₋₆alkenyl and
- (f) C₂₋₆alkynyl,

wherein items (d) to (f) above are optionally substituted with from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, OR¹³ and N(R¹⁴)₂;

each Y₁, Y₂ and Y₃ are independently selected from the group consisting of: is

- (1) hydrogen,
- (2) OR⁹;
- (3) S(O)_kR⁹, wherein k is 0, 1 or 2;
- (4) C-W-R⁹, wherein W is O or S(O)_k;
- (5) N(R¹⁵)₂;
- (6) S(O)_kN(R¹⁵)₂;
- (7) N(R¹⁵)S(O)_kN(R¹⁵)₂;
- (8) NO₂;
- (9) C(O)-R¹⁵;
- (10) C(O)O-R¹⁵;
- (11) CN;
- (12) halo;
- (13) OS(O)_kR¹⁵ and
- (14) C₁₋₄alkyl, optionally substituted with from 1 to 6 halo groups;

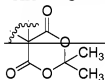
with the proviso that when Y₂ is hydrogen, Y₃ is C(O)-R¹⁵, R¹⁵ is C₁₋₆alkyl and X is C(O) then R¹⁰ is not C₁₋₆alkyl, and

with the proviso that when Y_2 is $-C(O)-R^{15}$, Y_3 is hydrogen, R^{15} is C_{1-6} alkyl and X is $-C(O)-$ then R^{10} is not C_{1-6} alkyl, and

with the proviso that when Y_2 and Y_3 are both hydrogen, X is a bond and R^{10} is HET, then said HET is defined as a 5-membered aromatic or non-aromatic monocyclic ring containing 1-3 heteroatoms selected from O, S and N;

Y_2 is CF_3 ;

R^8 is selected from the group consisting of: hydrogen, C_{1-6} alkyl, C_{1-6} alkoxy, $-C_{1-6}$ alkyl $C(O)OH$ and $-C_{1-6}$ alkyl $C(O)O-C_{1-6}$ alkyl, wherein the C_{1-6} alkyl portion is optionally mono, di or tri-substituted with halo; or where R^8 and $-XR^{10}$ together with the carbon atom to which they are attached form the spiro group:



R^9 is selected from the group consisting of: hydrogen, C_{1-12} alkyl and aryl, wherein C_{1-12} alkyl and aryl are optionally substituted from one up to the maximum number of substituents with halo;

each R^{11} , R^{12} and R^{16} is independently selected from the group consisting of:

- (1) hydrogen,
- (2) halo,
- (3) C_{1-6} alkyl,
- (4) C_{2-6} alkenyl,
- (5) C_{1-6} alkoxy and
- (6) hydroxy,

wherein items (3) to (5) above are optionally substituted from one up to the maximum number of substitutable positions with a substituent independently selected from the group consisting of: halo, OR^{12} , $N(R^{13})_2$ and C_{1-6} alkyl-S(O) $_k$ -, wherein k is 0, 1 or 2, and

or R¹⁶ may additionally be hydrogen;

each R¹³ and R¹⁴ is independently selected from the group consisting of hydrogen and C₁₋₄alkyl, optionally substituted from one up to the maximum number of substitutable positions with halo; ~~and~~

~~each R¹⁵ is independently selected from the group consisting of: hydrogen, C₁₋₆alkyl, aryl and C₁₋₁₂alkoxybenzyl, wherein said C₁₋₆alkyl and C₁₋₁₂alkoxybenzyl are optionally substituted from one up to the maximum number of substitutable positions with halo and said aryl is optionally substituted from one up to the maximum number of substitutable positions with halo and C₁₋₄alkyl, optionally substituted with 1-3 halo groups.~~

2-3. (Canceled)

4. (Original) A compound according to Claim 1 wherein R¹ is phenyl or pyridyl said phenyl or pyridyl or optionally mono or di-substituted with a substituent independently selected from the group consisting of:

- (a) halo,
- (b) OCH₃,
- (d) CH₃,
- (c) CN.

5-10. (Previously Canceled)

11. (Currently Amended) A compound according to Claim 1 wherein X is a bond, -C(O), -N(R¹⁴), -N(R¹⁴)-C(O)-, -C(O)-N(R¹⁴), -N(R¹⁴)-C(O)-NH-; Y₁ is hydrogen;

R¹ is phenyl, optionally mono or di-substituted with halo;

R⁷ is methyl[.],

R¹¹ is hydrogen;

R¹² is hydrogen;

R¹⁴ is hydrogen or methyl; and

R¹⁶ is hydrogen; ~~and~~

~~R¹⁰ are each independently selected from the group consisting of:~~

~~(1) C₁₋₄alkyl;~~

- _____ (2) C₂₋₄alkenyl;
- _____ (3) C₂₋₄alkynyl;
- _____ (4) C₃₋₆cycloalkyl;
- _____ (5) C₁₋₄alkoxy;
- _____ (6) aryl;
- _____ (7) aryl C₁₋₄alkyl;
- _____ (8) HET;
- _____ (9) C₁₋₄alkyl-HET;
- _____ (10) aryloxy;
- _____ (11) areyloxy;
- _____ (12) aryl C₂₋₄alkenyl;
- _____ (13) aryl C₂₋₆alkynyl;

wherein items (1) to (5) above and the alkyl portions of items (7) and (9) above and the alkenyl portion of item (12) above and the alkynyl portion of item (13) above are optionally substituted with from one to three substituents independently selected from the group consisting of: halo; OR¹³; N(R¹⁴)₂; C₃₋₆cycloalkyl and C₁₋₆alkyl-S(O)_k; wherein k is 0, 1 or 2; and

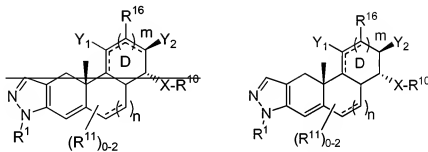
wherein items (6), (8), (10) and (11) above and aryl portion of items (7), (12) and (13) above and the HET portion of item (9) above are optionally substituted with from one to three substituents independently selected from the group consisting of:

- _____ (a) halo;
- _____ (b) OR¹³;
- _____ (c) N(R¹⁴)₂;
- _____ (d) C₁₋₄alkyl;
- _____ (e) C₂₋₄alkenyl;
- _____ (f) C₂₋₄alkynyl;
- _____ (g) aryl;
- _____ (h) HET;
- _____ (i) aryl C₁₋₆alkyl;
- _____ (j) areyl;
- _____ (k) aryloxy;
- _____ (l) aryl C₁₋₆alkoxy and
- _____ (m) CN;

wherein items (d) to (f) above and the alkyl portions of item (i) above are optionally substituted from with one to three substituents independently selected from the group consisting of: halo, OR^{13} and $N(R^{14})_2$, and

wherein items (g), (h), (j) and (k) above and the aryl portions of items (i) and (l) above are optionally substituted with from one to three substituents independently selected from the group consisting of: halo, OR^{13} and C_{1-4} alkyl,

12. (Currently Amended) A compound according to Claim 1 of Formula Ib



Ib

wherein:

m is 0 or 1,

n is 0 or 1,

R^1 is phenyl, optionally mono or di-substituted with halo; and

R^{10} are each independently selected from the group consisting of:

- _____ (1) C_{1-6} alkyl;
- _____ (2) C_{2-6} alkenyl;
- _____ (3) C_{2-6} alkynyl;
- _____ (4) C_{3-6} cycloalkyl;
- _____ (5) C_{1-6} alkoxy;
- _____ (6) C_{1-6} alkyl $S(O)_k$, wherein k is 0, 1 or 2;
- _____ (7) aryl;
- _____ (8) aryl C_{1-6} alkyl;
- _____ (9) HET;
- _____ (10) C_{1-6} alkyl HET;
- _____ (11) aryloxy;
- _____ (12) aryloxy;

- _____ (13) — aryl C₂₋₆alkenyl;
- _____ (14) — aryl C₂₋₆alkynyl;
- _____ (15) — hydrogen; and
- _____ (16) — hydroxy

wherein items (1) to (6) above and the alkyl portions of items (8) and (10) above and the alkenyl portion of item (13) above and the alkynyl portion of item (14) above are optionally substituted with from one to three substituents independently selected from the group consisting of: halo, OR¹³, N(R¹⁴)₂, C₃₋₆cycloalkyl and C₁₋₆alkyl-S(O)_k, wherein k is 0, 1 or 2; and

wherein items (7), (9), (11) and (12) above and aryl portion of items (8), (13) and (14) above and the HET portion of item (10) above are optionally substituted with from one to three substituents independently selected from the group consisting of:

- _____ (a) — halo;
- _____ (b) — OR¹³;
- _____ (c) — N(R¹⁴)₂;
- _____ (d) — C₁₋₆alkyl;
- _____ (e) — C₂₋₆alkenyl;
- _____ (f) — C₂₋₆alkynyl;
- _____ (g) — C₁₋₆alkyl-S(O)_k, wherein k is 0, 1 or 2;
- _____ (h) — aryl;
- _____ (i) — aryl-S(O)_k, wherein k is 0, 1 or 2;
- _____ (j) — HET;
- _____ (k) — aryl C₁₋₆alkyl;
- _____ (l) — aryl;
- _____ (m) — aryloxy;
- _____ (n) — aryl C₁₋₆alkoxy and
- _____ (o) — CN;

wherein items (d) to (g) above and the alkyl portions of item (k) above are optionally substituted from one to three substituents independently selected from the group consisting of: halo, OR¹³ and N(R¹⁴)₂; and

wherein items (h), (i), (j), (l) and (m) above and the aryl portions of items (k) and (n) above are optionally substituted from one to three substituents independently selected from the group consisting of: halo, OR¹³ and C₁₋₄alkyl;

each R¹³ and R¹⁴ is independently selected from the group consisting of hydrogen and C₁₋₄ alkyl, optionally substituted from one to three halo groups;

R¹⁶ and each R¹¹ are independently selected from the group consisting of:

- (1) hydrogen,
- (2) halo,
- (3) methyl,
- (4) methoxy, and
- (5) hydroxy;

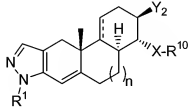
Y₁ and Y₂ are each selected from the group consisting of:

- (1) hydrogen,
- (2) hydroxy,
- (3) halo,
- (4) methyl,
- (5) NO₂,
- (6) CN,
- (6) mono, di or tri halo substituted methyl,

X is a bond, C(O), N(R¹⁴), N(R¹⁴)C(O), C(O)N(R¹⁴), N(R¹⁴)S(O)_k, N(R¹⁴)C(O)NH or S(O)_kN(R¹⁴);

13. (Original) A compound according to Claim 12 wherein Y₁, R¹¹ and R¹⁶ are each hydrogen.

14. (Currently Amended) A compound according to Claim 12 of Formula Ic:



Ic

wherein

n is 0 or 1, and

R¹ is phenyl, optionally mono or di-substituted with halo;

R¹⁰ is selected from the group consisting of:

- (1) C₁₋₆ alkyl,
- (2) C₂₋₆ alkenyl,

- _____ (3) C_{2-6} alkynyl;
- _____ (4) C_{3-6} cycloalkyl;
- _____ (5) C_{1-6} alkoxy;
- _____ (6) C_{1-6} alkyl-S(O)_k-, wherein k is 0, 1 or 2;
- _____ (7) aryl;
- _____ (8) aryl C_{1-6} alkyl;
- _____ (9) HET;
- _____ (10) C_{1-6} alkyl-HET;
- _____ (11) aryloxy;
- _____ (12) aroyloxy;
- _____ (13) aryl C_{2-6} alkenyl;
- _____ (14) aryl C_{2-6} alkynyl;
- _____ (15) hydrogen; and
- _____ (16) hydroxy

wherein items (1) to (6) above and the alkyl portions of items (8) and (10) above and the alkenyl portion of item (13) above and the alkynyl portion of item (14) above are optionally substituted with from one to three substituents independently selected from the group consisting of: halo, OR¹³-, N(R¹⁴)₂-, C_{3-6} cycloalkyl and C_{1-6} alkyl-S(O)_k-, wherein k is 0, 1 or 2, and

wherein items (7), (9), (11) and (12) above and aryl portion of items (8), (13) and (14) above and the HET portion of item (10) above are optionally substituted with from one to three substituents independently selected from the group consisting of:

- _____ (a) halo;
- _____ (b) OR¹³;
- _____ (c) N(R¹⁴)₂;
- _____ (d) C_{1-6} alkyl;
- _____ (e) C_{2-6} alkenyl;
- _____ (f) C_{2-6} alkynyl;
- _____ (g) C_{1-6} alkyl-S(O)_k-, wherein k is 0, 1 or 2;
- _____ (h) aryl;
- _____ (i) aryl-S(O)_k-, wherein k is 0, 1 or 2;
- _____ (j) HET;
- _____ (k) aryl C_{1-6} alkyl;
- _____ (l) aroyl;

- _____ (m) — aryloxy;
- _____ (n) — aryl C₁₋₆alkoxy and
- _____ (o) — CN;

wherein items (d) to (g) above and the alkyl portions of item (k) above are optionally substituted with from one to three substituents independently selected from the group consisting of: halo, OR¹³ and N(R¹⁴)₂; and

wherein items (h), (i), (j), (l) and (m) above and the aryl portions of items (k) and (n) above are optionally substituted with from one to three substituents independently selected from the group consisting of: halo, OR¹³ and C₁₋₄alkyl;

each R¹³ and R¹⁴ is independently selected from the group consisting of hydrogen and C₁₋₄alkyl, optionally substituted with from one to three halos; and

R¹⁶ and each R¹¹ are independently selected from the group consisting of:

- _____ (1) — hydrogen;
- _____ (2) — halo;
- _____ (3) — methyl;
- _____ (4) — methoxy; and
- _____ (5) — hydroxy;

Y₁ and Y₂ are each selected from the group consisting of:

- _____ (1) — hydrogen;
- _____ (2) — hydroxy;
- _____ (3) — halo;
- _____ (4) — methyl;
- _____ (5) — NO₂;
- _____ (6) — CN;
- _____ (6) mono, di or tri halo substituted methyl;

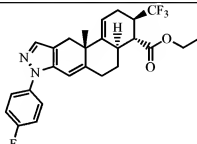
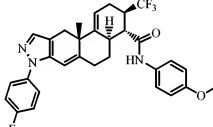
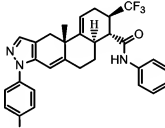
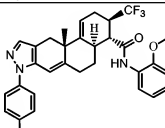
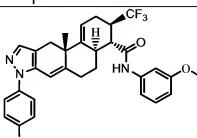
X is a bond, —C(O)—, N(R¹⁴)—, N(R¹⁴)—C(O)—, C(O)—N(R¹⁴)—, N(R¹⁴)—S(O)_k—, N(R¹⁴)—C(O)—NH— or —S(O)_k—N(R¹⁴)—;

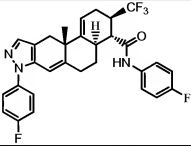
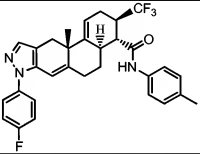
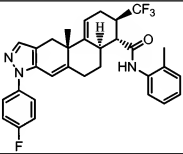
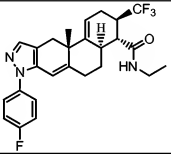
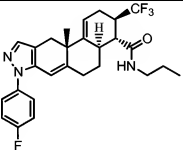
15-19. (Canceled).

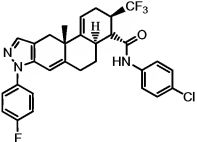
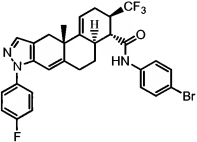
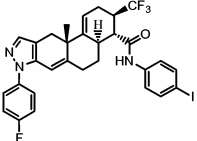
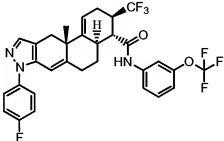
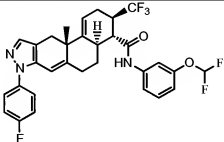
20. (Currently Amended) The compound according to Claim 3 1 wherein Y₂ is hydrogen, X is a bond and R¹⁰ is HET, wherein HET is a 5-membered aromatic or non-aromatic monocyclic ring containing 1-3 heteroatoms selected from O, S and N.

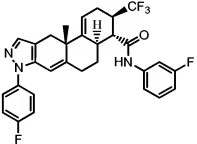
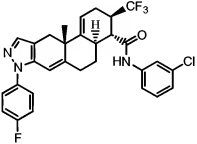
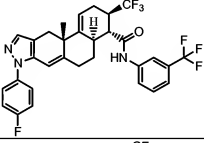
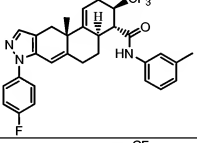
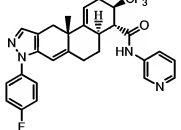
21. (Original) The compound according to Claim 20 wherein HET is selected from oxazolyl and imidazolyl.

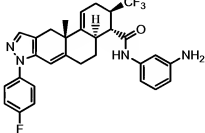
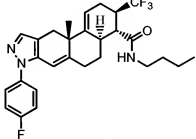
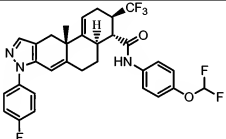
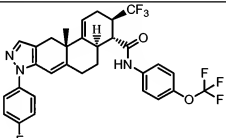
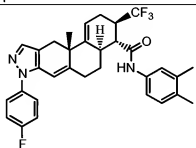
22. (Currently Amended) A compound selected from the group consisting of:

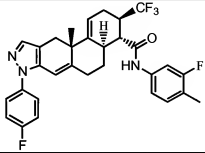
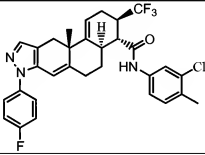
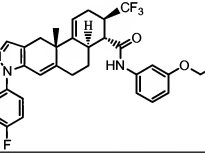
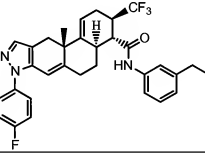
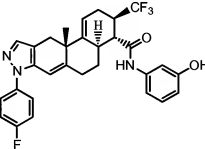
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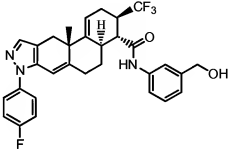
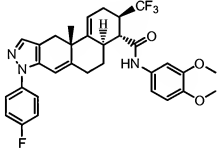
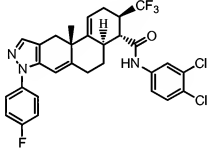
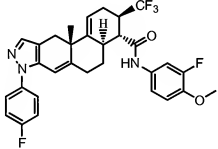
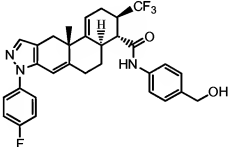
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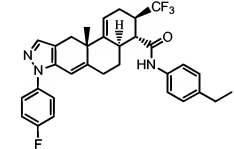
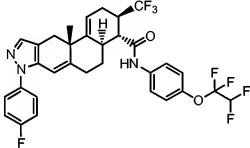
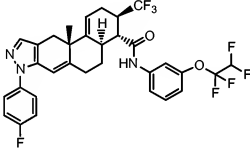
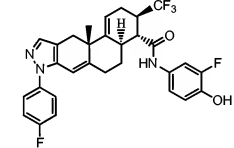
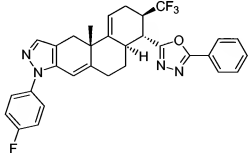
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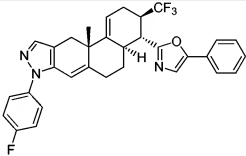
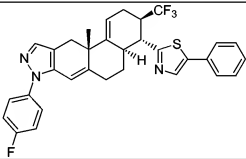
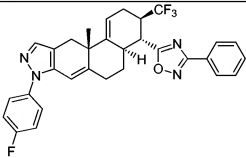
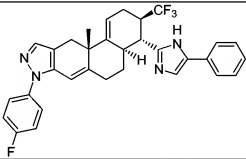
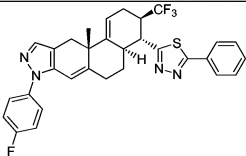
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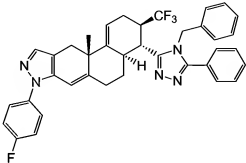
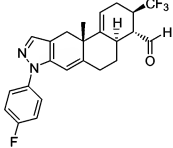
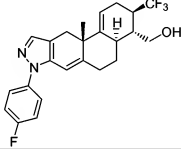
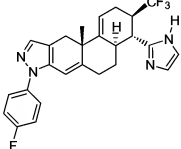
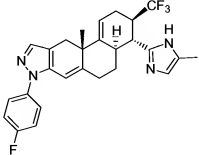
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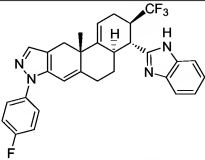
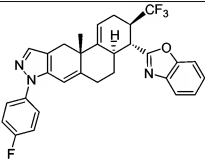
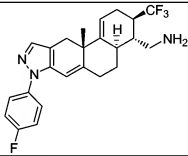
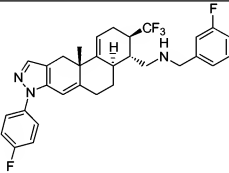
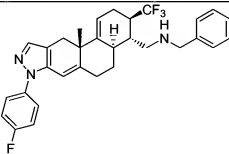
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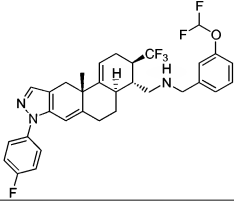
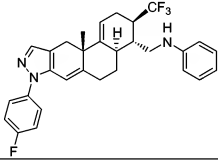
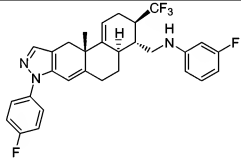
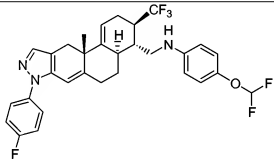
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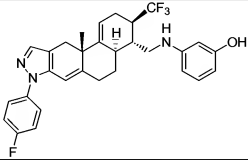
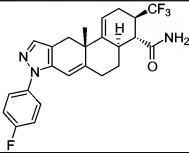
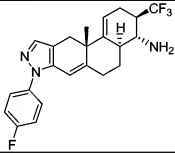
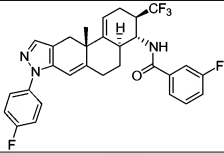
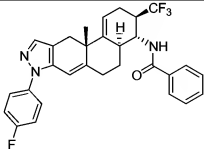
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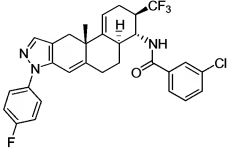
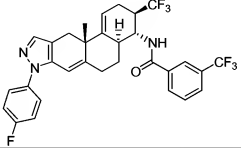
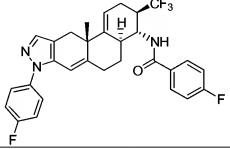
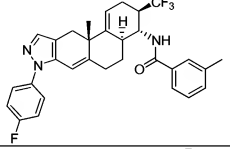
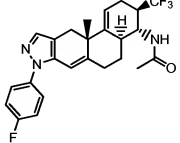
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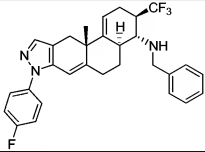
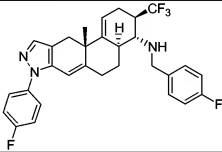
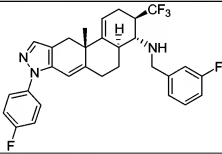
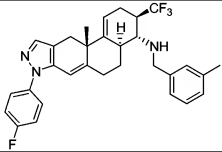
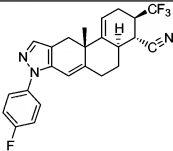
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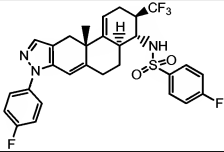
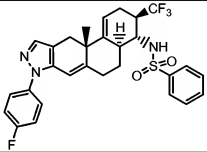
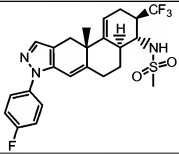
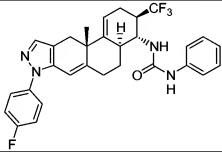
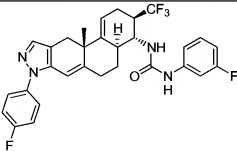
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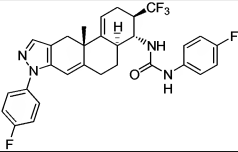
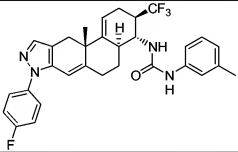
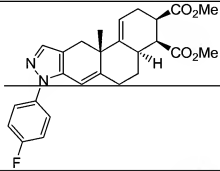
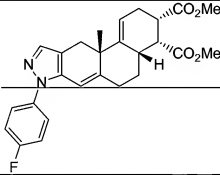
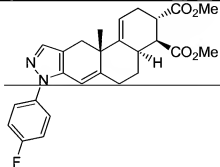
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57	 <chem>Fc1ccc(cc1)N2C3=C(C(=C2)C4=C(C(=C3)C5=C(C(=C4)C(=C5)C6=C(C(=C14)C(=C(C(=C6)C)C)C)C)C)C)C</chem>
58	 <chem>Fc1ccc(cc1)N2C3=C(C(=C2)C4=C(C(=C3)C5=C(C(=C4)C(=C5)C6=C(C(=C14)C(=C(C(=C6)C)C)C)C)C)C)C(F)c7ccccc7</chem>
59	 <chem>Fc1ccc(cc1)N2C3=C(C(=C2)C4=C(C(=C3)C5=C(C(=C4)C(=C5)C6=C(C(=C14)C(=C(C(=C6)C)C)C)C)C)C)COC(F)F</chem>

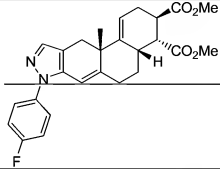
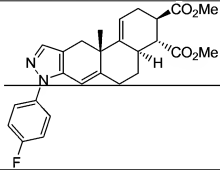
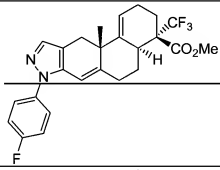
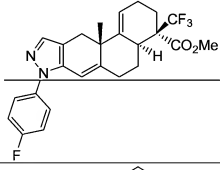
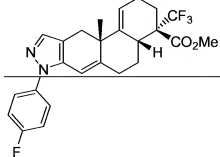
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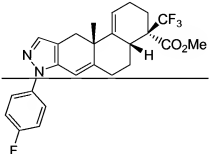
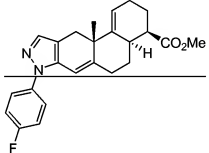
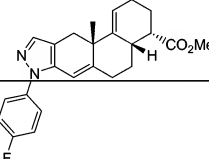
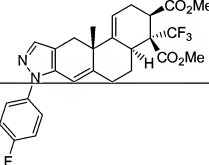
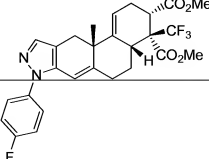
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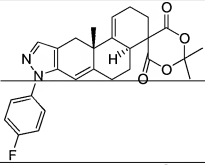
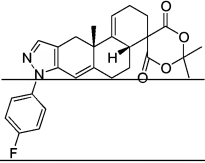
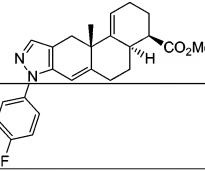
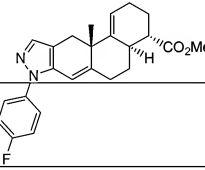
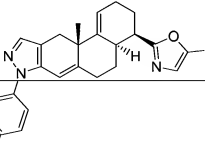
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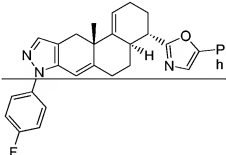
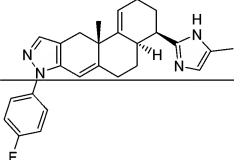
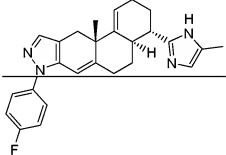
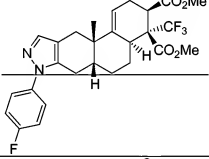
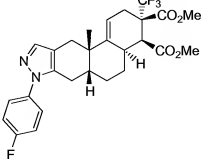
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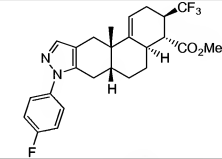
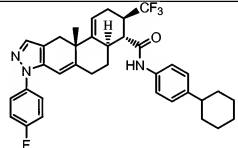
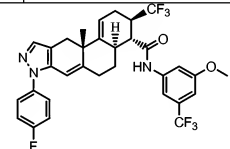
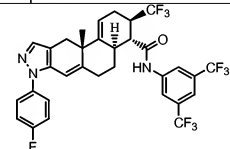
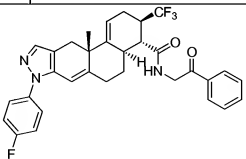
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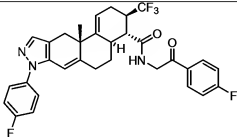
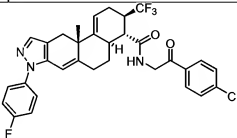
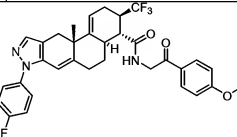
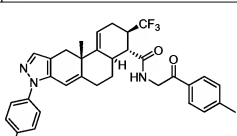
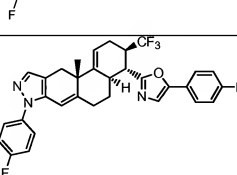
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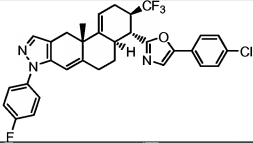
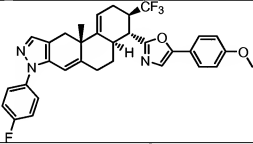
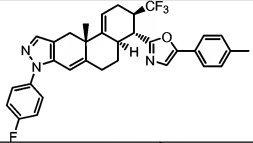
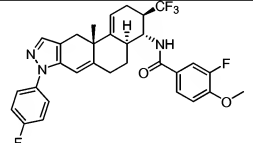
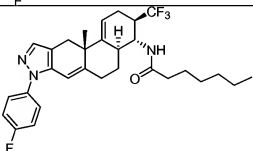
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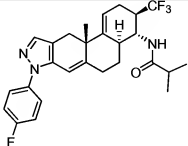
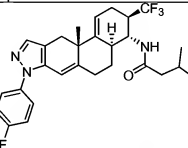
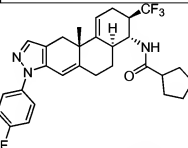
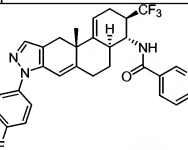
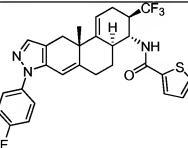
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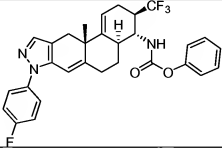
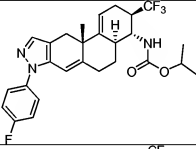
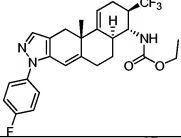
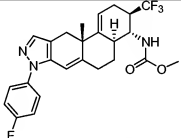
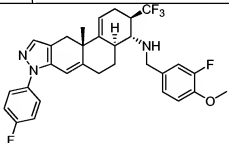
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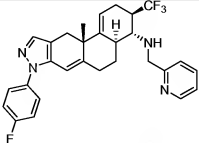
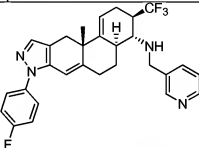
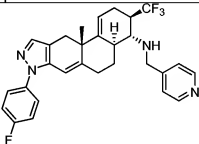
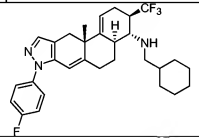
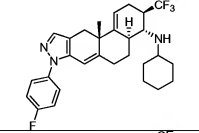
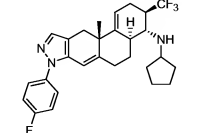
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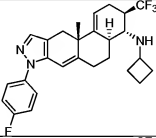
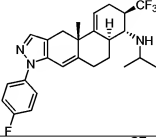
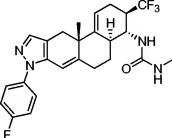
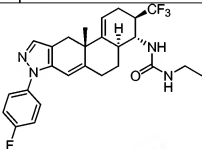
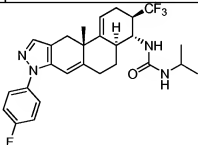
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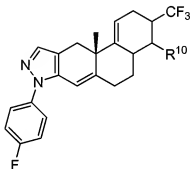
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23. (Original) A pharmaceutical composition comprising a compound according to Claim 1 in combination with a pharmaceutically acceptable carrier.

24. (Withdrawn) A method for treating a glucocorticoid receptor mediated disease or condition in a mammalian patient in need of such treatment comprising administering the patient a compound according to Claim 1 in an amount that is effective for treating the glucocorticoid receptor mediated disease or condition.

25-28. (Canceled)

29. (Original) A compound according to Claim 1 of Formula Id



Id

or a pharmaceutically acceptable salt thereof, wherein

R¹⁰ is a 5-membered aromatic or non-aromatic mono-cyclic ring containing 1-3 heteroatoms selected from O, S, and N, and

R¹⁰ is mono-substituted with phenyl, wherein phenyl is optionally substituted with 1-3 substituents independently selected from halo, C₁₋₄alkyl and C₁₋₄alkoxy.

30. (Original) The compound according to Claim 29 wherein R¹⁰ is oxazolyl, oxadiazolyl or thiazolyl.

31. (Previously Canceled)